



Vitol Virgin Islands Corp.

c/o

Vitol Inc.
2925 Richmond Ave, 11 Floor
Houston, Texas 77098

Phone: (713) 230-1000
Fax: (713) 230-1111

August 28, 2019

Via Overnight Courier and Email (Lawrence.Kupfer@viwapa.vi)

Virgin Islands Water and Power Authority
Attention: Lawrence Kupfer
171 Rem., Estate Altona
St. Thomas, VI 00802

Dear Mr. Kupfer:

1. Reference is made to that certain letter dated July 19, 2019 from Vitol Virgin Islands Corp. ("Seller") to the Virgin Islands Water and Power Authority ("WAPA") (the "July 19 Letter"). Seller and WAPA agree to modify the July 19 Letter as follows:
2. Paragraph 3 is replaced in its entirety and shall read as follows:

"WAPA paid Seller \$20 million of its overdue debt ("Debt Payment"). Starting September 2019, WAPA shall pay \$1.875 million per month to reduce outstanding balances (the "Arrears Payment") for the balance of 2019, and in the first two weeks of January 2020, WAPA agrees to review the Arrears Payment with a goal of increasing it to \$2.5 million per month."
3. Paragraph 8 is replaced in its entirety and shall read as follows: "Intentionally left blank."
4. All other provisions of the July 19 Letter shall remain in full force and effect.

If the foregoing accurately reflects our understanding, please countersigned in the space below, whereupon this Agreement shall become binding on the parties.

Sincerely,

VITOL VIRGIN ISLANDS CORP.


Miguel A. Loya
President and CEO

ACCEPTED AND AGREED:

VIRGIN ISLANDS WATER AND POWER AUTHORITY


Lawrence J. Kupfer
Executive Director/CEO

